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*Attorneys for Plaintiff
L & L Wings, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

L & L WINGS, INC.,

Plaintiff and Counterclaim Defendant,

-against-

MARCO-DESTIN INC., 1000 HIGHWAY
98 EAST CORP., PANAMA SURF &
SPORT, INC. AND E & T INC.,

Defendants and Counterclaim Plaintiffs.

Civil Action No. CV-07-4137
(BSJ) (GWG)

**DECLARATION OF
CURTIS BURKETT
RE: STORE #801**

Curtis Burkett declares as follows under 28 U.S.C. § 1746:

1. I am a principle of Burkett & Associates Investigations ("BAI") which is located in Jacksboro, Tennessee. BAI is a private investigative agency.
2. In or around April 2008, I was contacted by Michael Martinez of Advantage PI, Inc. ("Advantage") of Tampa, FL. Advantage retained me to visit the establishment located at

2673 Parkway, Pigeon Forge, TN 37863 ("Store 801"). I was instructed to note the usage of any "Wings" signage inside and outside the store, and to purchase a small item and obtain the bag and receipt.

3. On April 10, 2008 at 6:00 pm, I arrived at Store 801 and observed that:

- a. the main outdoor signs displayed the name "Wings";
- b. signage within the store displayed the name "Wings";
- c. within the store, there were hang tags attached to merchandise that also displayed the name "Wings."

4. During my visit to Store 801, I purchased a necklace for \$2.18. The receipt displayed the "Wings" name. A true and correct copy of that receipt is attached as Exhibit A.

5. The shopping bag that I received with my purchase also displayed the "Wings" name. A true and correct photograph of that shopping bag is attached as Exhibit B.

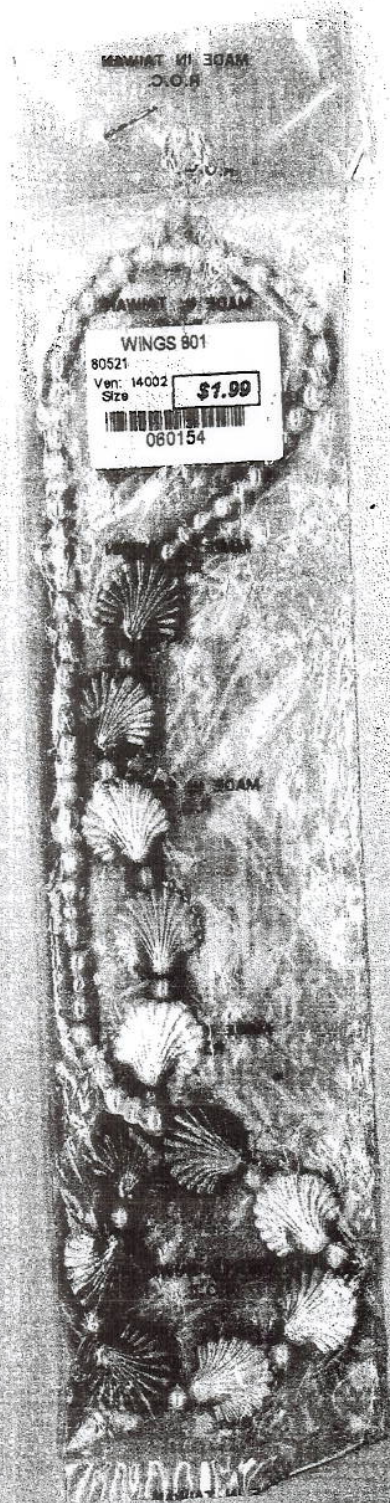
6. Attached hereto as Exhibit C is a true and correct copy of my contemporaneous report prepared at Advantage's request and upon which this Declaration is based.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on the 24th day of June, 2008.



CURTIS BURKETT

**Wings 801**

2673 Parkway

Pigeon Forge, TN 37863

Tel(865)429-4275 Fax(865)429-1231

Date: 4/10/2008

Receipt #: 93255

Time: 6:01:22 PM

GREAT SMOKY MNTS, TN

Cashier: jordi

WS#: 2

| ITEM# | QTY | PRICE | EXT PRICE |
|----------------|-----------------------|--------|---------------|
| 60154 | 1 | \$1.99 | \$1.99 |
| SHELL NECKLACE | | | |
| 1 Unit(s) | Subtotal: | | \$1.99 |
| | 9.500 % Tax: | | \$0.19 |
| | RECEIPT TOTAL: | | \$2.18 |
| | Tend: | | \$3.00 |
| | Change | | \$0.82 |

Cash: \$3.00

Exchange within 7 days

with receipt only.

NO REFUNDS

Exchanges within 7 days of purchase with original receipt and merchandise in original conditions.

Clearance and bathing suits sales are final.

NO RETURNS OR EXCHANGES ON BEACH**ACCESSORIES****EXHIBIT A**



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EXHIBIT B

On-Site Store Checklist

Location Address: 2673 Parkway Pigeon Forge TN 37863
 Date and Time of Visit: 4/10/08 6:00 pm
 Agent Name: Curtis Buckett
 Agent Company Name: Buckett & Associates Investigations
 Agent Company Address & P.O. Box: 358 Tuckersboro TN 37757
 Telephone number: 865-223-2049

Please complete the below pertaining to use, display and visible association with the "Wings" Trade dress

1. Do The Main Outdoor Signs display the name "Wings"?

X Yes No

1a. If answered Yes, please take a picture of the sign and attach to the back of this document.

1b. If answered No, describe what the signs read?

2. Do any Parking Lot Signs or Parking Notice Directions display the name "Wings"?

 Yes X No

3. Upon entering and walking around the store, did you notice any small signs that display the name "Wings"?

Please be sure to include signs on top of clothing racks, the Store Policy Notice, Store Hours Posting, signage near the dressing room and any other forms of display in your response.

X Yes No

4. While walking around the store, did you notice any hang tags or product promotion stickers attached to merchandise that display the name "Wings"?

X Yes No

- 4a. If answered Yes to the above, please describe:

Tags on Cloths and other Merc. , Sticker w/ Price - as Included

For the questions below, base your responses on observations gathered after purchasing an item less than \$2.00 in the store. Be sure to request an itemized receipt and shopping bag.

5. What item did you purchase and how much did it cost?

Necklace \$ 1.99 w/ Tax \$ 2.18

6. Does the receipt display the name "Wings"?

X Yes No

7. Does the shopping bag you received or do any shopping bags located behind the register display the name "Wings"?

X Yes No

EXHIBIT C